



January 10, 1996

17164 E & F
JAN 24 1996 10:40 AM

Secretary, Interstate Commerce Commission
12th and Constitution Avenue NW
Room 2303
Washington, D. C. 20423

Dear Secretary:

I have enclosed an original and one counterpart of the document described below, to be recorded pursuant to Section of Title 49 of the United States Code.

This document is a Release of Security Agreement and Collateral Assignment of Lease Agreement, a secondary document, dated the 10th day of January, 1996.

The primary documents to which this secondary document is connected is recorded under Recordation No. 17004 and 17164-A and Recordation No. 17164-B.

The names and addresses of the parties to the documents are as follows:

Assignor/Debtor: I T G, Inc.
106 North Main, Suite 200
P. O. Box 1777
Victoria, TX 77902-1777

Assignee/Secured Party: First Victoria National Bank
101 South Main Street
P. O. Box 1338
Victoria, TX 77902-1338

A description of the equipment covered by the documents is as follows: Forty (40) HK H330 class, 108 - ton railway cars.

A fee of \$63.00 is enclosed. Please return the original and any extra copies not needed by the commission for recordation to Craig Friel at First Victoria National Bank, P. O. Box 1338, Victoria, TX 77902-1338.

Secretary, Interstate Commerce Commission

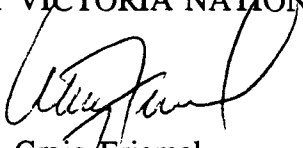
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A short summary of the document to appear in the index follows: Release of Security Agreement and Collateral Assignment of Lease Agreement dated January 10, 1996, covering Railroad Car Lease Agreement between I T G, Inc. and Consolidated Rail Corporation, dated December 24, 1990, covering forty (40) HK H330 class, 108-ton capacity railway cars, initial numbers ITGX 9120 - 9159.

Very truly yours,

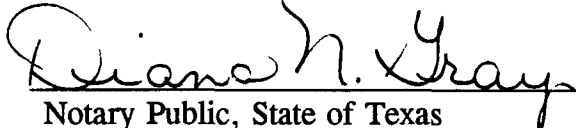
FIRST VICTORIA NATIONAL BANK

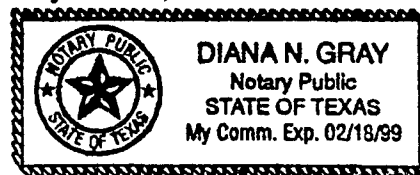

BY: Craig Friemel
Senior Vice President

THE STATE OF TEXAS §

COUNTY OF VICTORIA §

This instrument was acknowledged before me on January 10, 1996, by Craig Friemel, Senior Vice President of First Victoria National Bank, on behalf of said corporation.


Notary Public, State of Texas



SIGNED this the 10th day of January, 1996.


 **DIANA N. GRAY**
Notary Public
STATE OF TEXAS
My Comm. Exp. 02/18/99

EXHIBIT A

| | |
|----------------------|-------------|
| Car Initial Numbers: | 9120 - 9159 |
| Car Owner Marks: | ITGX |
| Class of Car: | HK H330 |
| Number of Cars: | Forty (40) |

The above numbers are to be assigned following the execution of this security agreement. Current numbers of these cars are among those listed on the attached "Exhibit A-1". It is the intention of the parties to create and grant a security interest to secured party in all of the cars described on "Exhibit A-1", notwithstanding anything else in this agreement.

"EXHIBIT A-1"

One hundred and sixty (160) one hundred-ton class aluminum open hopper cars which prior to the sale were numbered respectively as follows:

| | |
|--------------------|--------------------|
| DOWX 84001 - 84004 | DOWX 84006 - 84007 |
| DOWX 84009 - 84010 | DOWX 84012 - 84017 |
| DOWX 84019 | DOWX 84021 - 84023 |
| DOWX 84025 | DOWX 84027 - 84030 |
| DOWX 84033 - 84035 | DOWX 84037 - 84038 |
| DOWX 84043 | DOWX 84045 - 84055 |
| DOWX 84058 | DOWX 84061 - 84062 |
| DOWX 84065 | DOWX 84067 - 84075 |
| DOWX 84078 - 84080 | DOWX 84082 - 84085 |
| DOWX 84087 | DOWX 84089 - 84094 |
| DOWX 84096 - 84097 | DOWX 84099 - 84103 |
| DOWX 84105 - 84110 | DOWX 84112 - 84113 |
| DOWX 84116 - 84118 | DOWX 84120 - 84122 |
| DOWX 84124 - 84132 | DOWX 84136 - 84137 |
| DOWX 84140 | DOWX 84142 |
| DOWX 84144 - 84147 | DOWX 84149 |
| DOWX 84151 | DOWX 84153 - 84162 |
| DOWX 84164 - 84166 | DOWX 84171 - 84175 |
| DOWX 84177 - 84184 | DOWX 84186 - 84187 |
| DOWX 84189 | DOWX 84191 - 84194 |
| DOWX 84196 | DOWX 84198 - 84199 |
| DOWX 84201 - 84213 | DOWX 84216 |
| DOWX 84218 - 84220 | |